

EXHIBIT 16



**Minutes
for the
Board of Directors Meeting
of
SingularDTV GmbH**

Held on December 2, 2019

2:00 p.m. to 4:00 p.m., EST

At the offices of SingularDTV, 40 Fulton Street, 5th Floor, New York, NY 10038

Attendees:

- Zach LeBeau, Director (via Zoom video conference)
- Joseph Lubin, Director (via Zoom video conference)
- Kim Jackson, President, SingularDTV LLC; Chief Executive Officer, SingularDTV GmbH
- Carl Volz, US Counsel
- Mike Kriak, ConsenSys (via Zoom video conference)
- Matt Corva, Head Legal, ConsenSys (via Zoom video conference)

1. Introduction

Secretary Carl Volz took attendance and observed that Director Arie Levy-Cohen had been invited but was not in attendance, instead granting to Director Joseph Lubin his proxy to act in his stead with regard to all matters presented to the Board of Directors. The Secretary acknowledged the legal sufficiency of the proxy and declared a quorum, allowing the meeting to proceed.

2. Resolution of Old Business

Finalization of the DDP Agreement

The Board, having repeatedly attempted to finalize a written agreement between ConsenSys and the Company for development of the Decentralized Distribution Platform known as “Breaker”, discussed making a “best and highest” offer to ConsenSys to resolve outstanding issues in the negotiation of a final Agreement. Whereupon the Board, being fully advised in the premises, passed the following resolution by unanimous vote:

WHEREAS SingularDTV GmbH (the “Company”) and ConsenSys (together, the “Parties”) have previously agreed that ConsenSys would develop for the Company a decentralized distribution application, previously known as Ethervision and now known as the Breaker Decentralized Distribution Application (“Breaker”); and

WHEREAS the parties have not entered into a written agreement or agreed on a final purchase price for the development of Breaker; and

WHEREAS ConsenSys and its agents initiated development of Breaker notwithstanding the lack of written agreement or final purchase price and have now substantially completed development of the application; and

WHEREAS to date, the Company has paid to ConsenSys the sum of \$3 million, USD, exclusive of applicable V.A.T., toward the final purchase price to ensure continued development and as an indication of its intent to negotiate and timely pay the final purchase price;

WHEREAS the Company’s future plans require determination of the final purchase price and consummation of a final written agreement for Breaker;

NOW, THEREFORE, BE IT RESOLVED that the Board directs the Company to present to ConsenSys the following “highest and best” offer: within 30 days hereof the Company shall pay to ConsenSys the sum of \$1,250,000 million, USD, and shall pay another \$500,000, USD, upon successful completion of the “Maintenance Term” referenced in the current draft of Software Development and Maintenance Agreement;

FURTHER RESOLVED that counsel for the Company is directed to timely engage counsel for ConsenSys in the negotiations necessary to facilitate the execution of a definitive Software Development and Maintenance Agreement between the Parties.

Expanded Board/Improved Corporate Governance

The Board discussed the long-standing need to expand the Board and improve corporate governance at the Company. The Board heard from counsel for the Company, Carl Volz, CEO Kim Jackson and representatives from ConsenSys about the importance of Board independence and a proposed plan to increase the size of the Board, introduce independent members and improve overall governance. The Board asked questions and further discussion ensued, after which the Board unanimously agreed to the following resolution:

WHEREAS the Company has for some time sought to expand the Board of Directors and encourage its members to engage more fully in the oversight of the Company; and

WHEREAS certain members of the Board of Directors have indicated a desire to resign their positions and/or relinquish their responsibilities on the Board of Directors; and

WHEREAS the full effectuation of the Company's business plan requires an active and engaged Board of Directors; and

WHEREAS the Company's By-Laws are silent as to the size of the Board of Directors and the specific process for electing members to the Board of Directors;

NOW, THEREFORE, BE IT RESOLVED that the Board determines that for the calendar year 2020, the Company shall endeavor to expand the Board to up of five (5) members, which number shall ideally be constituted as follows: (a) one representative of founders Zach LeBeau and Kimberly Jackson; (b) one representative of Joseph Lubin and/or ConsenSys; (c) two legally independent board members; and (d) Resident Director or other similar director as required by law;

FURTHER RESOLVED that in the absence of a legally designated process for electing members to the Board, the Board establishes the following process for re-populating the Board of Directors:

1. Founders Zach LeBeau and/or Kimberly Jackson, on the one hand, and Joseph Lubin and/or ConsenSys, on the other, may each designate one member to the Board of Directors; these members will be designated "inside" or "interested" Board members under applicable law;
2. These two inside Board Members, along with the Resident Director, shall unanimously elect two additional members who have no pre-existing financial or legal interest in the Company, and who may thus be designated as independent, non-executive Board Members under applicable law;
3. The newly-constituted five-member Board of Directors may elect one of its independent members as Chairman of the Board, and said duly-elected Chairman may receive appropriate additional compensation for the fulfillment of his or her duties, as the Board may direct.

FURTHER RESOLVED that to facilitate the foregoing expansion of the Board of Directors, the Board directs the Company to develop and implement a system for identifying and attracting potential board members, including but not limited to vetting prospective members and developing appropriate incentives for service on the Board.

3. Review/approval of Revised Corporate Structure/Plan

The Board was provided with the Company's current draft business plan and budget (the "Plan") several weeks in advance of the meeting and all members and representatives were given the opportunity to pose questions in writing or seek additional information from the Company. Kim Jackson and Mike Kriak provided an overview of the Plan and answered the Board's questions regarding same. Zach LeBeau provided an overview of the portions of the Plan relating to SNGLS 2.0 and the DAO and answered questions regarding same. After thorough discussion and due consideration, the Board unanimously agreed to the following resolution:

WHEREAS the Company has for some time been exploring ways to finally and definitively fulfill the promises made in connection with its Token Generating Event, as well as to sustain itself and its business as it pursues said mission; and

WHEREAS the Company, with the assistance of inside and outside advisors and counsel, has developed a written plan and budget (the "Plan") which establishes a roadmap for developing both a truly decentralized distribution application and a collection of business-to-business software applications based in part on the technology developed to date for Breaker and related applications; and

WHEREAS the Company has provided the Plan to the Board several weeks before this Meeting and has afforded Board Members and their representatives ample opportunity to ask questions and seek additional information about the Plan;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby approves that portion of the Plan relating to the Company's efforts to create a business-to-business "software as a solution" product or products. With regard to portions of the Plan relating to SNGLS 2.0 and the DAO, the Board only approves proposed expenditures through and including January, 2020, after which time the Board will consider more fully the viability of SNGLS 2.0 and DAO portions of the Plan. ; and

FURTHER RESOLVED that the Board directs the Company to take such steps as are necessary to further refine and execute the Plan, to the extent it has been approved, including but not limited to assessing and implementing the steps necessary to ensure the execution of the Plan comports with applicable law; and, further; directs the Company to comply strictly with the approved portions of the budget distributed as part of the Plan, and to provide the Board with written monthly updates comparing the Company's performance against the budget and Plan.

4. Future Board Meetings 2020

The Board directs the Company to schedule quarterly Board meetings based on the availability of current and future members, as appropriate.

Signed:

/s/ Carl E. Volz
Secretary